

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**FEE APPLICATION COVER SHEET FOR THE  
PERIOD JULY 1, 2023 THROUGH JULY 31, 2023**

IN RE: BED BATH & BEYOND INC., et al.

APPLICANT: Pachulski Stang Ziehl &  
Jones LLP

CASE NO.: 23-13359 (VFP)

CLIENT: Official Committee of  
Unsecured Creditors

CHAPTER: 11

CASE FILED: April 23, 2023

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SECTION I  
FEE SUMMARY

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	<u>FEES</u>	<u>EXPENSES</u>
Total Previous Fee Requested:	\$1,693,498.75	\$4,368.86
Total Fees Allowed To Date:	\$0.00	\$0.00
Total Retainer (If Applicable):	\$0.00	\$0.00
Total Holdback (If Applicable)	\$338,699.75	\$0.00
Total Received By Applicant	\$1,354,799.00	\$4,368.86

NAME OF PROFESSIONAL	YEAR ADMITTED	TITLE/DEPARTMENT	HOURS	RATE	FEE
Feinstein, Robert J.	1982	Partner / Bankruptcy	20.90	\$1,695.00	\$35,425.50
Kornfeld, Alan J.	1987	Partner / Bankruptcy	3.10	\$1,675.00	\$5,192.50
Sandler, Bradford J.	1996	Partner / Bankruptcy	63.80	\$1,595.00	\$101,761.00
Sandler, Bradford J. (Travel Rate)	1996	Partner / Bankruptcy	4.50	\$797.50	\$3,588.75
Cantor, Linda F.	1988	Partner / Bankruptcy	10.70	\$1,450.00	\$15,515.00
Nasatir, Iain A. W.	1983	Partner / Bankruptcy	1.90	\$1,395.00	\$2,650.50
Labov, Paul J.	2002	Partner / Bankruptcy	36.90	\$1,295.00	\$47,785.50
Labov, Paul J. (Travel Rate)	2002	Partner / Bankruptcy	5.10	\$647.50	\$3,302.25
Cho, Shirley S.	1997	Partner / Bankruptcy	0.40	\$1,275.00	\$510.00
Fried, Joshua M.	1996	Partner / Bankruptcy	8.10	\$1,275.00	\$10,327.50
Levine, Beth E.	1993	Counsel / Bankruptcy	37.90	\$1,095.00	\$41,500.50
Robinson, Colin R.	2001	Counsel / Bankruptcy	121.30	\$1,095.00	\$132,823.50
Robinson, Colin R. (Travel Rate)	2001	Counsel / Bankruptcy	10.80	\$547.50	\$5,913.00
Flanagan, Tavi C.	1993	Counsel / Bankruptcy	5.50	\$1,075.00	\$5,912.50
Brandt, Gina F.	1976	Counsel / Bankruptcy	0.20	\$1,050.00	\$210.00
Mackle, Cia H.	2006	Counsel / Bankruptcy	5.00	\$925.00	\$4,625.00
Corma, Edward A.	2018	Associate/ Bankruptcy	8.10	\$725.00	\$5,872.50
Canty, La Asia S.	N/A	Paralegal / Bankruptcy	24.40	\$545.00	\$13,298.00
<b>Total Fees</b>			<b>368.60</b>		<b>\$436,213.50</b>
<b>Attorney Blended Rate</b>				<b>\$1,183.43</b>	

FEE TOTALS - PAGE 3	<b><u>\$ 436,213.50</u></b>
DISBURSEMENTS TOTALS - PAGE 3	<b><u>\$ 6,946.29</u></b>
TOTAL FEE APPLICATION	<b><u>\$ 443,159.79</u></b>
MINUS 20% HOLDBACK	<b><u>(\$ 87,242.70)</u></b>
AMOUNT SOUGHT AT THIS TIME	<b><u>\$ 355,917.09</u></b>

**SECTION II - SUMMARY OF SERVICES**

<b>SERVICES RENDERED</b>	<b>HOURS</b>	<b>FEE</b>
Asset Disposition	67.20	\$84,040.00
Bankruptcy Litigation	72.40	\$82,432.00
Case Administration	11.60	\$9,343.00
Claims Admin/Objections	9.60	\$12,929.00
Compensation of Professionals/Others	3.00	\$3,645.00
Financial Filings	3.10	\$3,394.50
Financing	6.30	\$7,421.50
General Creditors Committee	20.60	\$22,155.00
Hearing	25.20	\$30,787.00
Insurance Issues	5.10	\$6,404.50
Meeting of Creditors	2.70	\$2,956.50
Operations	24.40	\$28,933.00
PSZ&J Compensation	9.70	\$6,186.50
Plan & Disclosure Statement	69.20	\$103,116.50
PSZ&J Retention	1.40	\$1,674.00
Retention of Professionals / Other	14.80	\$15,461.00
Stay Litigation	1.90	\$2,530.50
Travel	20.40	\$12,804.00
<b>TOTAL:</b>	<b>368.60</b>	<b>\$436,213.50</b>

**SECTION III - SUMMARY OF DISBURSEMENTS**

<b>DISBURSEMENT</b>	<b>AMOUNT</b>
Air Fare	\$1,264.80
Amtrak	\$1,265.95
Auto Travel Expense	\$1,149.45
Conference Call	\$1.72
Lexis/Nexis- Legal Research	\$44.87
Outside Services	\$547.87
Pacer - Court Research	\$64.10
Parking	\$25.00
Postage	\$341.22
Reproduction Expense	\$1,119.20
Reproduction/ Scan Copy	\$583.90

Research	\$484.00
Working Meals	\$54.21
<b>TOTAL DISBURSEMENTS</b>	<b>\$6,946.29</b>

I certify under penalty of perjury that the foregoing is true and correct.

Dated: August 30, 2023

/s/ Bradford J. Sandler  
Bradford J. Sandler

<b>UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY</b>
<b>Caption in Compliance with D.N.J. LBR 9004-1(b)</b> Robert J. Feinstein Bradford J. Sandler Paul J. Labov Colin R. Robinson PACHULSKI STANG ZIEHL & JONES LLP 780 Third Avenue, 34 <sup>th</sup> Floor New York, NY 10017 Telephone: (212) 561-7700 Facsimile: (212) 561-7777 rfeinstein@pszjlaw.com bsandler@pszjlaw.com plabov@pszjlaw.com crobinson@pszjlaw.com  <i>Counsel for the Official Committee of Unsecured Creditors</i>
In re:  BED BATH & BEYOND INC., <i>et al.</i> , <sup>1</sup>  <div style="text-align: center;">Debtors.</div>

Chapter 11  
 Case No. 23-13359 (VFP)  
 (Jointly Administered)

**THIRD MONTHLY FEE STATEMENT OF PACHULSKI STANG ZIEHL  
& JONES LLP FOR THE PERIOD OF JULY 1, 2023 THROUGH JULY 31, 2023**

Name of applicant	Pachulski Stang Ziehl & Jones LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Effective Date of Retention	May 8, 2023
Period for Which Compensation and Reimbursement is Sought:	July 1, 2023 – July 31, 2023
Compensation Sought as Actual, Reasonable and Necessary for Statement Period	\$436,213.50

<sup>1</sup> The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtor's proposed claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these chapter 11 cases is 650 Liberty Avenue, Union, New Jersey 07083.

Reimbursement of Expenses Sought as Actual, Reasonable and Necessary During Statement Period	\$ 6,946.29
Objection Deadline	September 13, 2023
Amount Payable After Objection Deadline (80% of fees, 100% of expenses):	\$355,917.09

In accordance with the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, Local Bankruptcy Rule 2016-3 and the Court's *Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of this Court* entered on May 17, 2023 [Docket No. 377] (the "Administrative Order"), Pachulski Stang Ziehl & Jones LLP ("PSZJ" or the "Firm"), counsel for the Official Committee of Unsecured Creditors of the above-captioned debtors and debtors in possession, submits this third monthly fee statement (the "Third monthly Fee Statement"), seeking compensation for services rendered and reimbursement of expenses incurred for the period from July 1, 2023 through July 31, 2023 (the "Statement Period"). By this Third monthly Fee Statement, PSZJ seeks payment in the amount of \$355,917.09, which is comprised of (i) eighty percent (80%) of the total amount of compensation sought for actual and necessary services rendered during the Statement Period and (ii) reimbursement of one hundred percent (100%) of actual and necessary expenses incurred in connection with such services.

Annexed hereto are (i) a copy of PSZJ's retention order as **Exhibit A** [Docket No. 403] and (ii) contemporaneously-maintained time and expense records for the services rendered during the Statement Period as **Exhibit B**.

**TIME SUMMARY BY BILLING CATEGORY**  
For the Period of July 1, 2023 through July 31, 2023

<b>SERVICES RENDERED</b>	<b>HOURS</b>	<b>FEE</b>
Asset Disposition	67.20	\$84,040.00
Bankruptcy Litigation	72.40	\$82,432.00
Case Administration	11.60	\$9,343.00
Claims Admin/Objections	9.60	\$12,929.00
Compensation of Professionals/Others	3.00	\$3,645.00
Financial Filings	3.10	\$3,394.50
Financing	6.30	\$7,421.50
General Creditors Committee	20.60	\$22,155.00
Hearing	25.20	\$30,787.00
Insurance Issues	5.10	\$6,404.50
Meeting of Creditors	2.70	\$2,956.50
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Retention of Professionals / Other	14.80	\$15,461.00
Stay Litigation	1.90	\$2,530.50
Travel	20.40	\$12,804.00
<b>TOTAL:</b>	<b>368.60</b>	<b>\$436,213.50</b>

**TIME SUMMARY BY PROFESSIONAL**  
For the Period of July 1, 2023 through July 31, 2023

<b>NAME OF PROFESSIONAL</b>	<b>YEAR ADMITTED</b>	<b>TITLE/DEPARTMENT</b>	<b>HOURS</b>	<b>RATE</b>	<b>FEE</b>
Feinstein, Robert J.	1982	Partner / Bankruptcy	20.90	\$1,695.00	\$35,425.50
Kornfeld, Alan J.	1987	Partner / Bankruptcy	3.10	\$1,675.00	\$5,192.50
Sandler, Bradford J.	1996	Partner / Bankruptcy	63.80	\$1,595.00	\$101,761.00
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Cantor, Linda F.	1988	Partner / Bankruptcy	10.70	\$1,450.00	\$15,515.00
Nasatir, Iain A. W.	1983	Partner / Bankruptcy	1.90	\$1,395.00	\$2,650.50
Labov, Paul J.	2002	Partner / Bankruptcy	36.90	\$1,295.00	\$47,785.50
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<b>Total Fees</b>			<b>368.60</b>		<b>\$436,213.50</b>
<b>Attorney Blended Rate</b>				<b>\$1,183.43</b>	

### EXPENSE SUMMARY

For the Period of July 1, 2023 through July 31, 2023

DISBURSEMENT	AMOUNT
Air Fare	\$1,264.80
Amtrak	\$1,265.95
Auto Travel Expense	\$1,149.45
Conference Call	\$1.72
Lexis/Nexis- Legal Research	\$44.87
Outside Services	\$547.87
Pacer - Court Research	\$64.10
Parking	\$25.00
Postage	\$341.22
Reproduction Expense	\$1,119.20
Reproduction/ Scan Copy	\$583.90
Research	\$484.00
Working Meals	\$54.21
<b>TOTAL DISBURSEMENTS</b>	<b>\$6,946.29</b>



**DESCRIPTION OF SERVICES PERFORMED DURING THE STATEMENT PERIOD**

During the Statement Period, the Firm, among other things:

- conferred and corresponded with professionals, landlords, and other parties regarding sale status, sale process, bids, lease/contract rejections and assumptions, lease auction, and related issues;
- reviewed and analyzed lease assumption notices, objections thereto, and conferred and corresponded the same;
- reviewed sale objections and conferred and corresponded regarding issues with respect to the same;
- reviewed and analyzed proposed sale order and conferred and corresponded regarding the same;
- reviewed and analyzed de-minimis claims settlement procedures motion, revised same, and conferred and corresponded regarding issues with respect to the same;
- Attended Phase 2 lease auction and conferred and corresponded with parties regarding the same;
- reviewed and analyzed lease termination motion and orders, and conferred and corresponded regarding various issues with respect thereto;
- continued extensive investigation, addressed discovery issues in connection with the same, and conferred and corresponded with Debtors' counsel (multiple times) regarding the same;
- reviewed and analyzed documents produced pursuant to discovery requests and subpoenas, and conferred and corresponded with various parties regarding issues with respect to the same;
- analyzed prepetition litigation;
- conducted legal research in connection with various litigation issues and conferred and corresponded regarding the same;
- continued review and analysis regarding avoidance actions and solvency;
- maintained a memorandum of critical dates;
- maintained and updated task lists;
- reviewed 9019 motions and motions to compel and conferred and corresponded regarding the same;
- reviewed and analyzed substantive pleadings and prepared a memo summarizing same for the Committee;
- conferred and corresponded regarding case status, pending motions, and case administration issues;
- prepared for and participated on WIP calls;
- conferred and corresponded with parties regarding operational issues;

- conferred and corresponded with parties regarding various claims, potential litigation claims, and conferred and corresponded with parties regarding the same;
- analyzed insurance issues and conferred and corresponded with parties regarding the same;
- attended 341 meeting of creditors;
- reviewed and analyzed lease rejection notices, summary with respect to same, and conferred and corresponded with parties regarding the same;
- communicated case status and pending matters with the Committee;
- prepared agendas and conducted regular status calls with the Committee regarding case issues and strategy;
- reviewed, analyzed, and revised the Debtors' plan, FILO version of plan, revised the same, and conferred and corresponded with parties regarding numerous issues with respect thereto;
- reviewed and analyzed the Disclosure Statement and conferred and corresponded with parties regarding issues with respect to the same;
- reviewed and analyzed the Disclosure Statement motion;
- reviewed stay relief motions;
- prepared for and attended hearings;
- reviewed monthly fee statements filed by estate professionals; and
- prepared its second monthly fee statement.

### **NOTICE AND OBJECTION PROCEDURES**

Notice of this Third monthly Fee Statement shall be given by email or hand or overnight delivery upon: (i) the Debtors, 650 Liberty Avenue, Union, New Jersey 07083, Attn: David Kastin ([david.kastin@bedbath.com](mailto:david.kastin@bedbath.com)); (ii) co-counsel to the Debtors, Cole Schotz P.C., Court Plaza North, 25 Main Street, Hackensack, NJ 07601, Attn: Michael D. Sirota, Esq. ([msirota@coleschotz.com](mailto:msirota@coleschotz.com)), Warren A. Usatine, Esq. ([wusatine@coleschotz.com](mailto:wusatine@coleschotz.com)), Felice R. Yudkin, Esq. ([fyudkin@coleschotz.com](mailto:fyudkin@coleschotz.com)) AND Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Joshua A. Sussberg, P.C. ([josh.sussberg@kirkland.com](mailto:josh.sussberg@kirkland.com)), Emily E. Geier, P.C. ([emily.geier@kirkland.com](mailto:emily.geier@kirkland.com)), Derek I. Hunter, Esq. ([derek.hunter@kirkland.com](mailto:derek.hunter@kirkland.com)); (iii) The Office of the United States Trustee for the District of New Jersey, One Newark Center, Suite 2100, Newark, NJ 07102, Attn: Fran B. Steele, Esq. ([Fran.B.Steele@usdoj.gov](mailto:Fran.B.Steele@usdoj.gov)), John Schanne, Esq.

([john.schanne@usdoj.gov](mailto:john.schanne@usdoj.gov)), and Alexandria Nikolinos, Esq. ([alexandria.nikolinos@usdoj.gov](mailto:alexandria.nikolinos@usdoj.gov)); (iv) counsel for the ABL agent under the Debtors' prepetition ABL facility and post-petition debtor-in-possession financing facility, Davis Polk & Wardwell, LLP, 450 Lexington Avenue, Boston, MA, 02110, Attn: Adam L. Shpeen, Esq. ([adam.shpeen@davispolk.com](mailto:adam.shpeen@davispolk.com)), Steven Z. Szanzer, Esq. ([szanzer@davispolk.com](mailto:szanzer@davispolk.com)) and Michael Pera, Esq. ([michael.pera@davispolk.com](mailto:michael.pera@davispolk.com)); (v) counsel for the FILO agent under the Debtor's prepetition ABL facility and postpetition debtor-in-possession financing facility, Proskauer Rose LLP, Eleven Times Square, New York, NY 10036, Attn: David M. Hillman, Esq. ([dhillman@proskauer.com](mailto:dhillman@proskauer.com)) and Megan R. Volin, Esq. ([mvolin@proskauer.com](mailto:mvolin@proskauer.com)); and (vi) all parties that have requested to receive notice pursuant to Bankruptcy Rule 2002 (each a "Notice Party" and collectively, the "Notice Parties").

Objections to this Third monthly Fee Statement, if any, must be served upon the Notice Parties, and Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, 34<sup>th</sup> Floor, New York, NY 10017, Attn: Robert J. Feinstein, Bradford J. Sandler, Paul J. Labov, and Colin R. Robinson, no later than **September 13, 2023** (the "Objection Deadline"), setting forth the nature of the objection and the specific amount of fees or expenses at issue. If no objections to this Third monthly Fee Statement are received by the Objection Deadline, the Debtors shall promptly pay PSZJ 80% of the fees and 100% of the expenses identified in this Third monthly Fee Statement.

### **RESERVATION OF RIGHTS**

It is possible that some professional time expended or expenses incurred by PSZJ during the Statement Period are not reflected in this Application. PSZJ reserves the right to include such amounts in future fee applications.

Dated: August 30, 2023

**PACHULSKI STANG ZIEHL & JONES LLP**

*/s/ Bradford J. Sandler*

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Robert J. Feinstein

Bradford J. Sandler

Paul J. Labov

Colin R. Robinson

PACHULSKI STANG ZIEHL & JONES LLP

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Unsecured Creditors*